

File Number 5949-923-8

State of Illinois  
Office of  
The Secretary of State

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF  
QSR, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF WISCONSIN HAS BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 6TH day of APRIL A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



*George H. Ryan*

Secretary of State

(Rev. Jan. 1995)

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1837

**FILED**  
APR 8 1998  
GEORGE H. RYAN  
SECRETARY OF STATE

File # F5949-923-3  
**SUBMIT IN DUPLICATE**  
This space for use by  
Secretary of State  
Date 04-18-98  
Filing Fee \$ 25.00  
Approved: MR

Remit payment in check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: QSR, Inc.  
(b) If changed, NEW CORPORATE NAME: \_\_\_\_\_  
(c) (Complete only if the new corporate name is not available in this state.)  
ASSUMED CORPORATE NAME: \_\_\_\_\_  
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Wisconsin  
(b) If changed, Period of Duration: \_\_\_\_\_

3. (a) If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:  
(If not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)  
  
To own and operate one or more Taco Bell franchise restaurants and to conduct any and all business transactions directly related to such operation and ownership.

**EXPEDITED**  
APR 8 1998

4. This application is accompanied by a copy of the articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated April 8, 1998  
attested by [Signature]  
(Signature of Secretary or Assistant Secretary)  
Robert E. Bellin, Secretary  
(Type or Print Name and Title)

QSR, Inc.  
(Exact Name of Corporation)  
by [Signature]  
(Signature of President or Vice President)  
Barbara A. Lucas, President  
(Type or Print Name and Title)